



PRIME FRESH LIMITED

Date: 01.05.2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Dear Sir / Madam,

Sub: Submission of Voting Result of Postal Ballot
Ref: Company Code: BSE: 540404

This has reference to our letter dated 28th March, 2024 enclosing the Postal Ballot Notice along with Explanatory Statement seeking consent of members by way of Special Resolution vide Postal Ballot with respect to following item of Business:

- 1. MIGRATION OF TRADING OF COMPANY'S EQUITY SHARES FROM SME PLATFORM OF BSE LIMITED TO THE MAIN BOARD OF BSE LIMITED & NATIONAL STOCK EXCHANGE OF INDIA LIMITED**
- 2. APPROVAL OF RELATED PARTY TRANSACTION**
- 3. TO MAKE LOAN(S) AND TO GIVE GUARANTEE(S), PROVIDE SECURITY (IES) OR MAKE INVESTMENT(S) IN EXCESS OF THE PRESCRIBED LIMIT UNDER SECTION 186 OF THE COMPANIES ACT, 2013.**

Further, in compliance of the Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, we wish to inform you that the Members of the Company have approved the Special Resolution with requisite majority as set out in the Notice of Postal Ballot dated 14th March, 2024.

Based on the report of the Scrutinizer, the result of the Postal Ballot has been announced today by the Managing Director of the Company.

Accordingly, we are enclosing herewith the Scrutinizer's Report.

Further please note that aforesaid Scrutinizer's Report is available on the website of the Company www.primefreshlimited.com;

You are requested to please take note of same and arrange to inform the members of exchange and public at large accordingly.

Thanking you,

Yours faithfully,

FOR, PRIME FRESH LIMITED

**Jinen
Chandrakant
Ghelani**

Digitally signed by Jinen Chandrakant Ghelani
DN: c=IN, o=Personal, title=9315, 2.5.4.20=5f7b9a3683a4e3260bef3cd7eaa8cabf57dd011823a6038a23924b9c64841c30, postalCode=380015, st=Gujarat, serialNumber=fc19fb18c2a0c2f72be1e20f6af8230f22cb76713d9b6f0741e21f69fbf8e51e0, cn=Jinen Chandrakant Ghelani
Date: 2024.05.01 16:24:53 +05'30'



**JINEN GHELANI
MANAGING DIRECTOR
DIN:01872929**



UMESH VED & ASSOCIATES
Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.
Telefax : (O) +91 79 26464153, 48904153 • Moblie +91 98250 35998
E mail : info@umeshvedcs.com, umesh@umeshvedcs.com • Website : www.umeshvedcs.com

REPORT OF SCRUTINIZER
[POSTAL BALLOT BY REMOTE E-VOTING]

To,
The Chairman,
Prime Fresh Limited
102 Sanskar - 2,
Near Ketav Petrol Pump
Polytechnic Road,
Ambawadi, Ahmedabad,
Gujarat -380015

Sub: Scrutinizer Report on Postal Ballot by remote e-voting conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Practicing Company Secretaries, Ahmedabad, was appointed as Scrutinizer pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot by Remote E-voting process in a fair and transparent manner and ascertaining the requisite majority on Postal Ballot by Remote E-voting process carried out as per the provisions of the Companies Act, 2013.

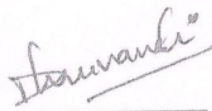
1. I submit my report as under:

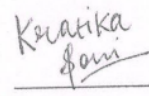
- 1.1. On, 28th March,2024, the Company had completed the dispatch of Postal Ballot notice to the shareholders whose name(s) appeared on the Register of Members/List of beneficiaries as received from the Registrar and share transfer agent (RTA) and also published newspaper advertisement in Business Standard (English) and Jai hind Ahmedabad (Gujarati) edition dated 29th March,2024 declaring 15th March,2024 as cut-off date for the purpose of voting rights for postal ballot.
- 1.2. The e-voting commenced from Saturday, 30th March, 2024 and ended on Monday, 29th April,2024.



- 1.3. I have downloaded the data of e-voting from the E-Voting website of National Securities Depository Limited (hereinafter referred to as "NSDL") (<https://www.evoting.nsdl.com>) after the E-voting module was disabled by the NSDL on 30th April, 2024.
- 1.4. The e-votes were downloaded on 30th April, 2024 in presence of two witnesses namely Ms. Dhruvanshi Mistry and Ms. Kratika Soni who are not in the employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.


(Dhruvanshi Mistry)


(Kratika soni)

- 1.5. The voting done through Remote e-voting was reconciled with the records maintained by the RTA and the authorizations lodged with the Company.
- 1.6. The e-voting data was scrutinized by me for verification of vote casted in favour and against the resolution.

2. The result of the voting is as under:

1) **SPECIAL RESOLUTION** for Migration of Company's Equity shares from SME Platform of BSE limited to Main board of BSE Limited & National Stock Exchange of India.

(i) Voted in Favour of the Resolution:

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	30	8684650	100
Total	30	8684650	100

(ii) Voted against of the Resolution:

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	0	0	0
Total	0	0	0



2) **ORDINARY RESOLUTION** for approval of Related Party Transaction.(i) **Voted in Favour of the Resolution:**

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	*21	1670527	100
Total	21	1670527	100

(ii) **Voted against of the Resolution:**

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	0	0	0
Total	0	0	0

** 9 members holding 70,14,123 equity shares were interested in the resolution no.2 have voted in the resolution. However, their votes were not considered here since they were interested in the resolution.*

3) **SPECIAL RESOLUTION** for approval to make loan(s) and to give guarantee, provide Security(ies) or make investment(s) in excess of prescribed limit under section 186 of Companies Act,2013.(i) **Voted in Favour of the Resolution:**

Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	30	8684650	100
Total	30	8684650	100

(ii) **Voted against of the Resolution:**

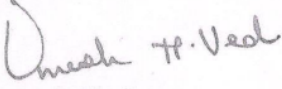
Type of Voting	Number of members cast the votes.	Number of Votes Cast by them	% of total number of Valid votes cast
Remote E-voting	0	0	0
Total	0	0	0



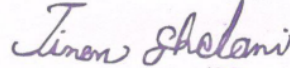
3. None of the shareholder abstained from voting for any Resolution
4. The resolutions accordingly stand passed with requisite majority
5. The Electronic data and all other relevant records relating to Remote e-voting is under my safe custody and all will be handed over to the Chairman authorized by the Board to supervise the postal ballot process.
6. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

Yours faithfully,


Umesh Ved
Umesh Ved & Associates
FCS No: 4411
CP No: 2924
UDIN: F004411F000285252





Jinen Ghelani
Chairman & Managing Director
DIN- 01872929



Date: 01st May, 2024
Place: Ahmedabad

General information about company	
Scrip code	540404
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE442V01012
Name of the company	PRIME FRESH LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-04-2024
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	UMESH VED
Firms Name	UMESH VED & ASSOCIATES
Qualification	CS
Membership Number	4411
Date of Board Meeting in which appointed	14-03-2024
Date of Issuance of Report to the company	01-05-2024



Voting results	
Record date	15-03-2024
Total number of shareholders on record date	682
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				MIGRATION OF TRADING OF COMPANY'S EQUITY SHARES FROM SME PLATFORM OF BSE LIMITED TO THE MAIN BOARD OF BSE LIMITED & NATIONAL STOCK EXCHANGE OF INDIA LIMITED				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7212708	7014123	97.2467	7014123	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7212708	7014123	97.2467	7014123	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	6433059	1670527	25.9678	1670527	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6433059	1670527	25.9678	1670527	0	100
Total		13645767	8684650	63.6435	8684650	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL OF RELATED PARTY TRANSACTION				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7212708	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7212708	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	6433059	1670527	25.9678	1670527	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6433059	1670527	25.9678	1670527	0	100
Total		13645767	1670527	12.2421	1670527	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



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Textual Information(1)	9 Members holding 70,14,123 equity shares were interested in the resolution no. 2 have voted in the resolutions. However, their votes were not considered here since they were interested in the resolution.
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Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO MAKE LOAN(S) AND TO GIVE GUARANTEE(S), PROVIDE SECUTIRY(IES) OR MAKE INVESTMENT(S) IN EXCESS OF THE PRESCRIBED LIMIT UNDER SECTION 186 OF THE COMPAMIES ACT, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7212708	7014123	97.2467	7014123	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7212708	7014123	97.2467	7014123	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	6433059	1670527	25.9678	1670527	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6433059	1670527	25.9678	1670527	0	100
Total		13645767	8684650	63.6435	8684650	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



